

Will be signed

17211/B
RECEIVED NO. FILED NO.

JAN 25 1991 - 3 20 PM

INTERSTATE COMMERCE COMMISSION

OFFER TO PURCHASE

Seller:

Edwin D. Jarvis
3410 Copper Breaks
San Antonio, Texas
70247-3050

Buyer:

Rory P. Blake
3216 Chaucer Dr.
Charlotte, N.C.
28210-4814

One stainless steel railroad passenger car, former Santa Fe, blunt end observation, sleeper lounge car, "Vista Canyon"

I agree to purchase the above described railroad car on the terms and conditions stated in the forgoing contract and do hereby approve, ratify and confirm said contract in all respects.

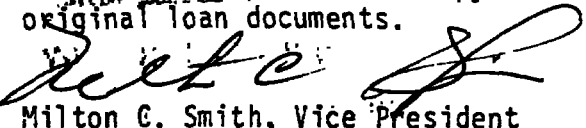
Signed:

Rory P. Blake
Buyer

12-3-90

January 14, 1991

I certify this is a true copy of First Citizens Bank's
original loan documents.


Milton C. Smith, Vice President

STATE OF NORTH CAROLINA

COUNTY OF Mecklenburg

To-wit:

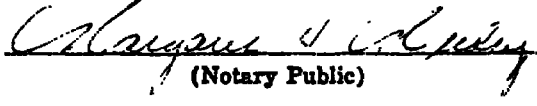
I, Margaret H. Mudry, a Notary Public in and for the County of
Mecklenburg in the State of North Carolina, do certify that

Milton C. Smith, Vice President, and
_____, whose names are signed to the foregoing agreement dated the

14th day of January, 1991, have personally appeared before me and
the same being fully explained have acknowledged the same before me in my County and State aforesaid.

GIVEN under my hand and notarial seal this 14th day of January, 1991

My commission expires on the 3rd day of March, 1993


(Notary Public)